

1200000074746



Mark and Barb Freimuth
Rt 13 Box 327
Lake City, FL 32055

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time _____ | <input type="checkbox"/> Certified Copy |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Photocopy |
| | | <input type="checkbox"/> Certificate of Status |

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -2 PM 3:34

Examiner's Initials

8/7/00

ARTICLES OF INCORPORATION
OF

00 AUG -2 PM 3: 34

Fri's Ice Cream & Coffee, Inc.

The undersigned, acting as incorporator of a corporation under Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is Fri's Ice Cream & Coffee, Inc.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of capital stock with par value of \$.10 per share. The sum of \$100.00, the par value of all shares of capital stock of the corporation that have been issued, shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. The shares of the corporation are not to be divided into classes, and the corporation is not authorized to issue shares in series.

The stock shall be issued pursuant to Section 1244 of the Internal Revenue Tax Code.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the Corporation is located in St. John's County, Florida, 16 Cathedral Place, St. Augustine, FL 32084.

The name of the initial registered agent is Stephen E. Tilley, 4206 Baymeadows Road, Jacksonville, Florida 32217.

ARTICLE VI – DIRECTORS

The initial Board of Directors shall consist of 1 member who need not be a resident of the State of Florida or shareholder of the corporation.

ARTICLE VII - INITIAL DIRECTORS

The names and addresses of the persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mark Freimuth	16 Cathedral Place St. Augustine, FL 32084

ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mark Freimuth	16 Cathedral Place St. Augustine, FL 32084

ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with not less than a 51% vote of the common stock.

ARTICLE X - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

ARTICLE XI - CUMULATIVE VOTING

The shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice President of said Corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Duval County, Florida on this 30th day of July 2000.

Mark Freimuth
Mark Freimuth

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
00 AUG -2 PM 3:34

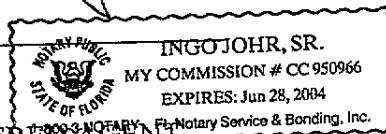
STATE OF FLORIDA)
) ss.: 394-52-3598
COUNTY OF Duval)

Before me, the undersigned authority, personally appeared Mark Freimuth, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation and did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein, mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Duval County, Florida,
this 30 day of July, 2000.

NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts his designation as Registered Agent for Fri's Ice Cream & Coffee, Inc.

Stephen E. Tilley